UNOFFICIAL COPY

5052-984-3 File Number

Singuiso

State of Allinois Office of The Secretary of State

Whereas, ARTICLES OF AMENDMENT TO THE ARTICLES OF

DR. MAHMOUD A. HALLOWAY, LTD. INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

95269059 In Testimony Whereof, I hereto set my hand and cause to be

affixed the Great Seal of the State of Illinois, at the City of Springfield, this ____ 12TH__ day of ______ A.D. 19 __95___ the Independence of the United States the two

C-212.1

UNOFFICIAL COPY

Property of Cook County Clerk's Office

3526905

UNOFFICIAL COP 30 ARTICLES OF AMENDMENT

Form BCA-10.30

(Rev. Jan. 1001)

File #

George H. Ryan Secretary of State Department of Business Services Soringfield, IL 62756 Talephone (217) 782-1832

Remit payment in check or money order. payable to 'Secretary of State.'

*The filing fee for articles of admendment -125 00

FILED

APR 12 1995

GEORGE H. RYAN

SUBMIT IN DUPLICATE

This space for use by Secretary of State

Date

4-16-11

Franchise Tax Filing Fee*

Penalty

\$

~-0		SECRETARI C	JE SIAIE	1 Americani Se			
The liling fee for restated articles - \$100.00		00.00	·	Approved:			
1.	CORPORATE NAME	DR. MAHMOUD A	A. HALLOWAY,	LTD.			
•		<u> </u>		(Note 1)			
2.	MANNER OF ADOP	ION OF AMENDMENT:					
	The following ame	ndmer (c) the Articles of Incorpo	ration was adopted	on December 31			
	19 <u>94</u> in the r	anner indicated below. ("X" one	box only)				
	elected; or by a maj			es of incorporation and no directors have been 0.10, the corporation having issued no shares			
	as of the little of aut	Alon of this amonament.		(Note 2)			
	By a majority of the t	pard of directors, in accordance with a adoption of the amendment;	Dection 10.15, shares	having been issued but shareholder action not			
	2011 3 10 4 -11 0 -1 1 -1 1		'O ,	(Note 3)			
	submitted to the sha	By the shareholders, in accordance with Section 10.20, a reschair of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the articles of incorporation were voted in favor of the amenument;					
	and by me amoles o	illiportulori noto vota in lavar or		(Note 4)			
	and submitted to the number of votes req	shareholders. A consent in writing h	as been signed by sh	he board of directors having been duly adopted are holders having not less than the minimum olders who have not consented in writing have			
	X By the shareholders.	n accordance with Sections 10.20 and	17.10, a resolution of it has been signed by	(Note 4) he board of directors having been duly adopted all the share rolders entitled to vote on this			
3.	TEXT OF AMENDME	 NT:		(Note 4)			
	a When amendment e	ects a name change, insert the new	corporate name belo	w. Use Page 2 for all other amendments.			

Article 1: The name of the corporation is:

HALLOWAY-COUPET MEDICAL CENTER, P.C.

(NEW NAME)

DEPT-01 RECORDING

T00003 TRAN 5564 04/24/95 14:18:00

\$3817 \$ DF *-95-249089

COOK COUNTY RECORDER

UNOFFICIAL COPY

 (If amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety. If there is not sufficient space to do so, add one or more sheets of this size.)

Property of Cook County Clark's Office

95269059

(a) The imagnet, if not set forth in Articla 3b, in which salis amendment offacts a change in the amount of pold-in capital (Paid-in capital replaces the isome Stated Capital and Patt-in Surplus and is equal to the total of these accounts) is as follows: (if not applicable, insent No change) No change (b) The amount of paid-in capital (Paid-in Capital replaces the terms Stated Capital and Patt-in Surplus and is equal to the total of these accounts) as change by this amendment is as follows: (if not applicable, insent No change) No change Belora Amendment Aller Amendment (aid-is Capital S S (Complete either if tem 6 or 7 below) The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penallities of perjury, that the facts stated herein are into the complete of corporation of Secretary and excessions of the complete of the	(If not modicable insert 'No channe')	res of that class, provided for or effected, by this amendment, is as follows
(a) The manner, (Inn) est John in Anticla 3b, in which sald amendment clocks a change in the amount of poly-in capital (Petrin capital replace the forms Stated Capital and Patrin Surplus and is equal to the total of these accounts) is no lollows; (If not applicable, insert 'No change 'No change 'No change 'Recounts) as change's by this amendment is as follows; (If not applicable, insert 'No change') No change Belora Amendment After Amendment (as stollows; (If not applicable, insert 'No change') No change Complete either (fern 6 or 7 below) The undersigned corporation has caused this statement (as b) signed by its duity authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein and true. Dated December 31 19 94 PR. MAHMOUD A. BALLOWAY, LTD. (Exact Name of Corporation') (Exact Name of Corporation') (Signature of Secretary or Account Secretary) (Signature of Period Intervent Period Intervent Name and Title) If amendment is authorized by the directors pursuant to Section 10.10 by the incorporators, the incorporators must sign below. OR If amendment is authorized by the directors pursuant to Section 10.10 and there are no officers then a majority of the directors or such directors as may be designated by the board, must sign below. Dated 19 Amendment is authorized by the directors pursuant to Section 10.10 and there are no officers then a majority of the directors or such directors as may be designated by the board, must sign below.		·
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7.

NO ES and IN SHIUCTIONS

- NOTE 1: State the true exact corporate name as it appears on the records of the office of the Secretary of State, BEFORE any amendments herein reported.
- NOTE 2: Incorporators are permitted to adopt amendments ONLY before any shares have been issued and before any directors have been named or elected. (§ 10.10)
- NOTE 3: Directors may adopt amendments without shareholder approval in only six instances, as follows:
 - (a) to remove the names and addresses of directors named in the articles of incorporation;
 - (b) to remove the name and address of the initial registered agent and registered office, provided a statement pursuant to § 5.10 is also filed;
 - (c) to split the issued whole shares and unissued authorized shares by multiplying them by a whole number, so long as no class or series is adversely affected thereby;
 - to change the corporate name by substituting the word "corporation", "incorporated", "company", "limited", or the aboreviation "corp.", "inc.", "co.", or "itd." for a similar word or abbreviation in the name, or by adding a geographical attribution to the name;
 - to reduce the authorized shares of any class pursuant to a cancellation statement filed in accordance with \$ 9.05.
 - to restate the intelles of incorporation as currently amended. (f)

(§ 10.15)

NOTE 4: All amendments not adopted under § 10.10 or § 10.15 require (1) that the board of directors adopt a resolution setting forth the proposed amendment and (2) that the shareholders approve the amendment.

Shareholder approval may be (1) b / vo e at a shareholders' meeting (either annual or special) or (2) by consent, in writing, without a meeting.

To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least 2/3 of the outstanding shares entitled to vote on the amendmen (but if class voting applies, then also at least a 2/3 vote within each class is required).

The articles of incorporation may supercede the 2/3 vote requirement by specifying any smaller or larger vote requirement not less than a majority of the outstanding shares entitled to vote and not less than a majority within each class when class voting applies.

NOTE 5: When shareholder approval is by consent, all shareholders must be given notice of the proposed amendment at least 5 days before the consent is signed. If the amendment is adopt to shareholders who have not signed the consent must be promptly notified of the passage of the amendment. (§§ 7.10 & 10.20) SOMEON OFFICE

C-173.7

Prepared by and Mail to Attorneys for Corporation:

Goldstine, Skrodzki, Russian, Nemec and Hoff, Ltd.

7660 West 62nd Place

Summit, Illinois 60501

(768) 458-1253

Attention: Craig T. Martin

Page 4